

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE		PAGE OF PAGES 1 7	
2. AMENDMENT/MODIFICATION NO. <div style="text-align: center;">459</div>		3. EFFECTIVE DATE <div style="text-align: center;">SEE BLOCK 16C</div>		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY CODE OPOS John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899				7. ADMINISTERED BY (If other than Item 6) CODE			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Space Gateway Support 1980 N. Atlantic Ave., Suite 330 Cocoa Beach, FL 32931 <div style="text-align: center; font-size: 2em; font-weight: bold;">ORIGINAL</div>				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				10A. MODIFICATION OF CONTRACT/ORDER NO. <div style="text-align: center;">NAS10-99001</div>			
				10B. DATED (SEE ITEM 13) <div style="text-align: center;">August 21, 1998</div>			
CODE		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended.							
Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning ____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
7. ACCOUNTING AND APPROPRIATION DATA (If required)							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).							
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:							
<input checked="" type="checkbox"/> D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties and Contract Article B-12							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>3</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
The purpose of this modification is to revise Article B-12, Installation Improvement Program, estimated contract value and associated award fee to reflect realistically anticipated requirements for GFY 2007 and GFY 2008. <ul style="list-style-type: none"> The B-12 estimated contract value for GFY 2007 is REDUCED by \$20M (cost) and the award fee pool is REDUCED by \$1.44M* (fee). The B-12 estimated contract value for GFY 2007 is changed from \$25M (cost) to \$5M (cost). The total value of the contract for GFY 2007 is hereby DECREASED from \$313,693,080 by \$21,440,000 to \$292,253,080. The B-12 estimated contract value for GFY 2008 is REDUCED by \$20M (cost) and the award fee pool is REDUCED by \$1.6M (fee). The B-12 estimated contract value for GFY 2008 is changed from \$25M (cost) to \$5M (cost). The total value of the contract for GFY 2008 is hereby DECREASED from \$315,994,620 by \$21,600,000 to \$294,394,620. <p>This change revises Article B-12, Installation Improvement Program; Article B-3, Contract Value; Article B-4, Award Fee and Article G-2 Contract Funding as shown on the attached pages. All other terms and conditions of the contract remain unchanged. In consideration of the modification agreed to herein as complete equitable adjustment for the contractor's proposal for adjustment, the contractor hereby releases the government from any and all liability under this contract for further equitable adjustments attributable to such facts and circumstances giving rise to the proposal for adjustment.</p> <p>*The contractor shall credit a future award fee voucher to reflect the decrease resulting from this modification for award fee period 17. Award fee adjusted for this period to reflect earned award fee percentage.</p>							
15A. NAME AND TITLE OF SIGNER (Type or print) Victoria G. Lockard Director, Contracts				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Ernest G. Tweedie Contracting Officer			
15B. CONTRACTOR/OFFEROR <i>Victoria G. Lockard</i> (Signature of person authorized to sign)		15C. DATE SIGNED <i>4 Sept 07</i>		16B. UNITED STATES OF AMERICA <i>EG Tweedie</i> (Signature of Contracting Officer)		16C. DATE SIGNED <i>4 SEP 07</i>	

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ARTICLE B-3 CONTRACT VALUE			
Basic Period Sep 98-30 Sep 03			
The contract value is summarized below:			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Phase-In Period (FFP)			
(Sept 1998)	\$1,113,486		1,113,486
Basic Period Thru 440			
10/01/98-09/30/00	\$396,406,378	\$23,187,199	419,593,577
Neg. Cost Overrun MOD 135	\$9,200,000	\$0	9,200,000
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY99-FY00	\$405,606,378	\$23,187,199	428,793,577
(10/01/00-09/30/01)	\$215,635,118	\$13,106,768	228,741,886
Neg. Cost Overrun MOD 135	\$18,804,377	\$0	18,804,377
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY01	\$234,439,495	\$13,106,768	247,546,263
(10/01/01-09/30/02)	\$234,055,207	\$14,098,312	248,153,519
Neg. Cost Overrun MOD 135	\$19,865,904	\$0	19,865,904
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY02	\$253,921,111	\$14,098,312	268,019,423
(10/01/02-09/30/03)	\$247,365,902	\$15,357,411	262,723,313
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	22,426,471
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY03	\$269,792,373	\$15,357,411	285,149,784
TOTAL BASIC PERIOD	\$1,164,872,843	\$65,749,690	1,230,622,533
Option Period 1 Oct 03 - 30 Sept 04			
Option 1A			
(10/01/03-09/30/04)	\$244,075,599	\$15,352,803	259,428,402
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	22,135,767
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY04	\$266,211,366	\$15,352,803	281,564,169
Option 3BA			
(10/01/03-09/30/04)	\$2,322,030	\$185,762	2,507,792
Option 5BA			
(10/01/03-09/30/04)	\$321,092	\$25,687	346,779
TOTAL OPTION 1A PERIOD	\$268,854,488	\$15,564,252	284,418,740

Option Period 1 Oct 04 - 30 Sept 06			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Options Thru Mod 440			
OPTION 1B			
(10/01/04-09/30/05)	\$278,763,190	\$17,058,749	295,821,939
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	25,895,945
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY05	\$304,659,135	\$17,058,749	321,717,884
(10/01/05-09/30/06)	\$259,746,826	\$13,909,020	273,655,846
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	29,101,654
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY06	\$288,848,480	\$13,909,020	302,757,500
Option 3BB			
10/01/04-09/30/05	\$2,391,149	\$191,292	2,582,441
10/01/05-09/30/06	\$2,477,883	\$198,231	2,676,114
Total Option 3BB	\$4,869,032	\$389,523	5,258,555
Option 5BB			
10/01/04-09/30/05	\$331,342	\$26,507	357,849
10/01/05-09/30/06	\$331,781	\$26,542	358,323
Total Option 5BB	\$663,123	\$53,049	716,172
TOTAL OPTION 1B Period	\$599,039,770	\$31,410,341	630,450,111
Option Periods 1 Oct 06 - 30 Sep 08			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
OPTION 1C			
(10/01/06-9/30/07)	\$266,128,061	\$15,697,749	281,825,810
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	31,867,270
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No. 459	(\$20,000,000)	(\$1,440,000)	(21,440,000)
Total FY07	\$277,995,331	\$14,257,749	292,253,080
(10/01/07-9/30/08)	\$265,295,057	\$17,250,726	282,545,783
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	33,448,837
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No. 459	(\$20,000,000)	(\$1,600,000)	(21,600,000)
Total FY08	\$278,743,894	\$15,650,726	294,394,620

	Option Periods 1 Oct 06 - 30 Sep 08 Cont.		
Option 3BC			
10/01/06-09/30/07	\$2,539,810	\$203,185	2,742,995
10/01/07-09/30/08	\$2,621,598	\$209,728	2,831,326
Total Option 3BC	\$5,161,408	\$412,913	5,574,321
Option 4BB			
10/01/04-09/30/05	\$0	\$0	0
10/01/05-09/30/06	\$0	\$0	0
Total Option 4BB	\$0	\$0	0
Option 4BC			
10/01/06-09/30/07	\$0	\$0	\$0
10/01/07-09/30/08	\$0	\$0	\$0
Total Option 4BC	\$0	\$0	\$0
Option 5BC			
10/01/06-09/30/07	\$332,204	\$26,576	358,780
10/01/07-09/30/08	\$341,511	\$27,321	368,832
Total Option 5BC	\$673,715	\$53,897	727,612
TOTAL OPTION 1C Period	\$562,574,348	\$30,375,285	592,949,633
TOTAL CONTRACT			
VALUE SEP98-SEP08	\$2,595,341,449	\$143,099,568	\$2,738,441,017
*Earned fees for past periods plus the available fees for future periods			
Exercised options are moved above the Total Contract Value Line.			

ARTICLE B-4 AWARD FEE

The amount of award fee earned, if any, shall be determined in accordance with Section J, Attachment J-8, Award Fee Evaluation Plan, and other provisions of this contract as applicable. The following specifies by award fee period the amount of available award fee, the amount of earned award fee, and the award fee score.

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ARTICLE G-2		CONTRACT FUNDING				
Pursuant to FAR Clause 52.232.22, Limitation of Funds, funds presently allotted to this contract and the period through which they are estimated to be adequate are specified in the table below:						
The below table is created with the beginning values based on modification 371						
As of MOD	Contract Value	Funded Cost	Funded Fee	Total Funded Cost/Fee	ADEQUATE THROUGH	
Subtotal as of Mod 371	\$2,807,573,014	\$2,031,284,171	\$163,520,197	\$ 2,194,804,368	12/8/2006	
374	\$462,548					
376		\$3,239,869	\$259,190.00	\$ 3,499,059	12/15/2006	
377	\$244,132					
378	(\$13,628,301)					
379	(\$2,553,358)					
383		\$45,590,925	\$3,647,274	\$ 49,238,199	3/20/2006	
384	\$121,375					
385	(\$703,275)					
388	\$207,277					
389		\$14,362,829	\$1,149,027	\$ 15,511,856	2/13/2007	
391	(\$1,384,405)					
392	\$1,494,374					
393	(\$1,391,489)					
397	(\$1,733,940)					
399		\$69,924,188	\$5,593,935	\$ 75,518,123	5/16/2007	
408		\$2,608,945	\$208,716	\$ 2,817,661	5/20/2007	
410	(\$1,412,377)					
413		\$24,615,995	\$1,969,280	\$ 26,585,275	6/21/2007	
417	\$479,010					
418	\$500,602					
420		\$27,867,048	\$2,229,364	\$ 30,096,412	7/27/2007	
426		\$111,683	\$8,935	\$ 120,618		
428	(\$16,020,850)					
429		\$10,173,418	\$813,873	\$ 10,987,291	8/10/2007	
430	(\$1,761,683)					
431	\$1,765,654					
435		\$761,649	\$60,932	\$ 822,581	8/11/2007	
436	\$4,550,101					
439		\$10,548,358	\$843,869	\$ 11,392,227	8/24/2007	
441	(\$310,070)					
443		\$1,063,268	\$85,061	\$1,148,329	8/27/2007	
447		\$10,671,518	\$853,721	\$11,525,239	9/10/2007	
450		\$6,446,229	\$515,698	\$6,961,927	9/18/2007	
452	\$42,440					
458	\$4,940,238					
459	(\$43,040,000)					
TOTAL	\$2,738,441,017	\$2,259,270,093	\$181,759,072	\$2,441,029,165		

ARTICLE B-12 INSTALLATION IMPROVEMENT PROGRAM

The total value of this contract includes an estimated ~~\$25,000,000~~ \$5,000,000 per year for FY 07 and FY 08 (excluding fee) to accomplish various, discrete "in-scope" projects or purchases for improvement of the installation. The contracting officer will establish a cost ceiling for all projects or purchases. All work performed under this Article will be approved by the contracting officer prior to initiation and will be subject to the Limitation of Funds clause. (Mod 459)

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All fee associated with work to be performed under this Article is included in the award fee reflected in the contract for each award fee period. If the total estimated cost for work approved under this Article is less than ~~\$22,500,000~~ \$4,500,000 or greater than ~~\$27,500,000~~ \$5,500,000 in any government fiscal years 07 and 08, the parties shall negotiate an adjustment to estimated cost and fee. (Mod 459)

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